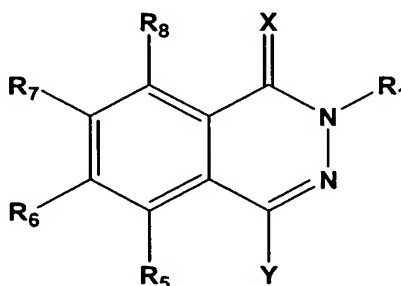


### ***Amendments to the Claims***

This listing of claims will replace all prior versions, and listings of claims in the application.

Claims 1-17. (Canceled).

18. (Original) A compound having the Formula III:



**Formula III**

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

R<sub>1</sub> is alkyl, haloalkyl, aminoalkyl, C<sub>1-10</sub> alkylaminoalkyl, di(C<sub>1-10</sub>)alkylaminoalkyl, alkenyl, alkynyl, aralkyl, aralkenyl, aralkynyl, heteroaralkyl, carbocycloalkyl, heterocycloalkyl, hydroxyalkyl, cyanoalkyl, alkanoylamidoalkyl, alkanoyloxyalkyl, azidoalkyl, alkenyloxyalkyl, or alkoxyalkyl;

R<sub>6</sub> and R<sub>7</sub> are taken together to form a five or six membered carbocyclic or heterocyclic ring;

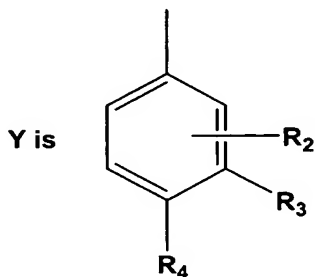
R<sub>5</sub> and R<sub>8</sub> are independently selected from the group consisting of hydrogen, halogen, haloalkyl, aryl, heterocyclic, heteroaryl, alkyl, alkenyl, alkynyl, aralkyl, aralkenyl, aralkynyl, hydroxyalkyl, nitro, amino, cyano, alkanoylamido, hydroxy, thiol, alkanoyloxy, alkoxy, carboxy, carbonylamido or thioalkoxy;

X is O or S; and

Y is optionally substituted aryl or optionally substituted heteroaryl.

19. (Original) The compound of claim 18, wherein  $R_6$  and  $R_7$  taken together are  $-OCH_2O-$ ,  $-OCH_2CH_2O-$ ,  $-O-CF_2-O-$ ,  $-CH_2CH_2CH_2-$ ,  $-CH_2CH_2CH_2CH_2-$ ,  $-OCH_2CH_2-$ , or  $-N(R_9)-CO-O-$ ; wherein  $R_9$  is optionally substituted lower alkyl.

20. (Original) A compound according to claim 18, wherein:



$R_2$  is H, alkyl, halo, amino, alkoxy, or nitro; and

$R_3$  and  $R_4$  are taken together to form a five or six membered carbocyclic or heterocyclic ring.

21. (Original) The compound according to claim 20, wherein  $R_3$  and  $R_4$  taken together are  $-OCH_2O-$ ,  $-OCH_2CH_2O-$ ,  $-O-CF_2-O-$ ,  $-CH_2CH_2CH_2-$ ,  $-CH_2CH_2CH_2CH_2-$ ,  $-O-CH_2-CH_2-$ ,  $-N=CH-O-$ ,  $-NH-CO-O-$ ,  $-CH=CH-CH=CH-$ , or  $-O-CH=CH-$ .

22. (Original) A compound according to claim 18, wherein said compound is selected from the group consisting of:

2-[2-(Dimethylamino)ethyl]-4-(3,4-methylenedioxyphenyl)-6,7-methylenedioxy-1(2H)-phthalazinone,

2-Ethyl-4-(3,4-methylenedioxyphenyl)-6,7-methylenedioxy-1(2H)-phthalazinone,

2-[2-(1-Imidazolyl)ethyl]-4-(3,4-methylenedioxyphenyl)-6,7-methylenedioxy-1(2H)-phthalazinone,

4-(3,4-Methylenedioxyphenyl)-6,7-methylenedioxy-1(2H)-phthalazinone,

2-[2-(1-Piperidinyl)ethyl]-4-(3,4-methylenedioxyphenyl)-6,7-methylenedioxy-1(2H)-phthalazinone,

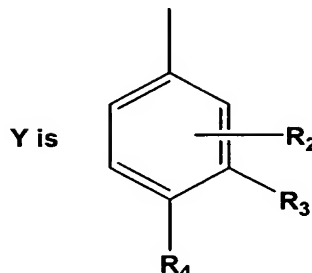
2[2-(1-Pyrrolidinyl)ethyl]-4-(3,4-methylenedioxyphenyl)-6,7-methylenedioxy-1(2H)-phthalazinone, and

2-[2-(Ethoxycarbonyl)ethyl]-4-(3,4-methylenedioxyphenyl)-6,7-methylenedioxy-1(2H)-phthalazinone.

23. (Currently Amended) A pharmaceutical composition comprising the compound of ~~any one of claims 1, 9 and~~ claim 18 and a pharmaceutically acceptable carrier.

24. (Currently Amended) A method of treating, preventing or ameliorating neuronal loss associated with stroke, ischemia, CNS trauma, hypoglycemia or surgery; or treating or ameliorating a neurodegenerative disease selected from the group consisting of Alzheimer's disease, amyotrophic lateral sclerosis, Huntington's disease, Parkinson's disease and Down's syndrome; or treating, preventing or ameliorating the adverse consequences of the overstimulation of the excitatory amino acids; or treating, preventing or ameliorating anxiety, psychosis, convulsions, chronic pain, migraine headache, glaucoma, retinitis, urinary incontinence or inducing anesthesia; or enhancing learning and cognition; or treating or ameliorating schizophrenia and myoclonus; comprising administering to an animal in need of such treatment an effective amount of a compound of ~~any one of claims 1, 9 and~~ claim 18.

25. (Original) The method of claim 24, wherein:



$R_2$  is H, alkyl, halo, amino, alkoxy, or nitro; and

$R_3$  and  $R_4$  are taken together to form  $-OCH_2O-$ ,  $-OCH_2CH_2O-$ ,  $-O-CF_2-O-$ ,  $-CH_2CH_2CH_2-$ ,  $-CH_2CH_2CH_2CH_2-$ ,  $-O-CH_2-CH_2-$ ,  $-N=CH-O-$ ,  $-NH-CO-O-$ ,  $-CH=CH-CH=CH-$ , or  $-O-CH=CH-$ .

26. (Original) The method according to claim 24, wherein said method is for treating, preventing or ameliorating global ischemia.

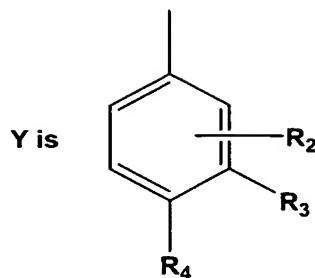
27. (Original) The method of claim 26, wherein said global ischemia is the result of cardiac arrest.

28. (Original) The method according to claim 24, wherein said method is for treating or ameliorating amyotrophic lateral sclerosis.

29. (Original) The method according to claim 24, wherein said method is for treating or ameliorating acute or chronic pain.

30. (Currently Amended) A method of treating, preventing or ameliorating schizophrenia, comprising administering to an animal in need thereof an effective amount of a compound of ~~any one of claims 1, 9 and claim~~ 18.

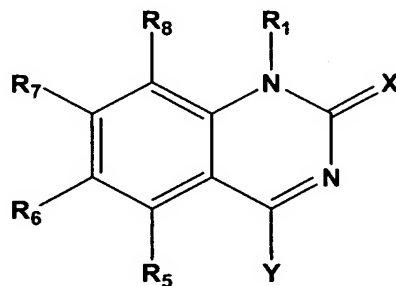
31. (Original) The method of claim 30, wherein:



R<sub>2</sub> is H, alkyl, halo, amino, alkoxy, or nitro; and

R<sub>3</sub> and R<sub>4</sub> are taken together to -OCH<sub>2</sub>O-, -OCH<sub>2</sub>CH<sub>2</sub>O-, -O-CF<sub>2</sub>-O-, -CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>-, -CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>-, -O-CH<sub>2</sub>-CH<sub>2</sub>-, -N=CH-O-, -NH-CO-O-, -CH=CH-CH=CH-, or -O-CH=CH-.

32. (Original) A method of treating, preventing or ameliorating neuronal loss associated with stroke, ischemia, CNS trauma, hypoglycemia or surgery; or treating or ameliorating a neurodegenerative disease selected from the group consisting of Alzheimer's disease, amyotrophic lateral sclerosis, Huntington's disease, Parkinson's disease and Down's syndrome; or treating, preventing or ameliorating the adverse consequences of the overstimulation of the excitatory amino acids; or treating, preventing or ameliorating anxiety, psychosis, convulsions, chronic pain, migraine headache, glaucoma, retinitis, urinary incontinence or inducing anesthesia; or enhancing learning and cognition; or treating or ameliorating schizophrenia and myoclonus; comprising administering to an animal in need of such treatment an effective amount of a compound of the Formula I:



Formula I

or a pharmaceutically acceptable salt or a prodrug thereof, wherein:

R<sub>1</sub> is alkyl, haloalkyl, aminoalkyl, C<sub>1-10</sub> alkylaminoalkyl, di(C<sub>1-10</sub>)alkylaminoalkyl, alkenyl, alkynyl, aralkyl, aralkenyl, aralkynyl, heteroaralkyl, carbocycloalkyl,

heterocycloalkyl, hydroxyalkyl, cyanoalkyl, alkanoylamidoalkyl, alkanoyloxyalkyl, azidoalkyl, alkenyloxyalkyl, or alkoxyalkyl;

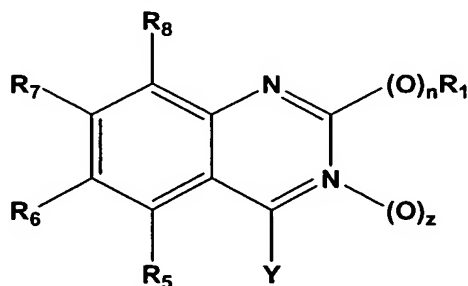
R<sub>6</sub> and R<sub>7</sub> are taken together to form a five or six membered carbocyclic or heterocyclic ring;

R<sub>5</sub> and R<sub>8</sub> are independently selected from the group consisting of hydrogen, halogen, haloalkyl, aryl, heterocyclic, heteroaryl, alkyl, alkenyl, alkynyl, aralkyl, aralkenyl, aralkynyl, hydroxyalkyl, nitro, amino, cyano, alkanoylamido, hydroxy, thiol, alkanoyloxy, alkoxy, carboxy, carbonylamido or thioalkoxy;

X is O or S; and

Y is optionally substituted aryl or optionally substituted heteroaryl.

33. (Original) A method of treating, preventing or ameliorating neuronal loss associated with stroke, ischemia, CNS trauma, hypoglycemia or surgery; or treating or ameliorating a neurodegenerative disease selected from the group consisting of Alzheimer's disease, amyotrophic lateral sclerosis, Huntington's disease, Parkinson's disease and Down's syndrome; or treating, preventing or ameliorating the adverse consequences of the overstimulation of the excitatory amino acids; or treating, preventing or ameliorating anxiety, psychosis, convulsions, chronic pain, migraine headache, glaucoma, retinitis, urinary incontinence or inducing anesthesia; or enhancing learning and cognition; or treating or ameliorating schizophrenia and myoclonus; comprising administering to an animal in need of such treatment an effective amount of a compound having the Formula II:



Formula II

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

R<sub>1</sub> is alkyl, haloalkyl, aminoalkyl, C<sub>1-10</sub> alkylaminoalkyl, di(C<sub>1-10</sub>)alkylaminoalkyl, alkenyl, alkynyl, aralkyl, aralkenyl, aralkynyl, heteroaralkyl, carbocycloalkyl,

heterocycloalkyl, hydroxyalkyl, cyanoalkyl, alkanoylamidoalkyl, alkanoyloxyalkyl, azidoalkyl, alkenyloxyalkyl, or alkoxyalkyl;

R<sub>6</sub> and R<sub>7</sub> are taken together to form a five or six membered carbocyclic or heterocyclic ring;

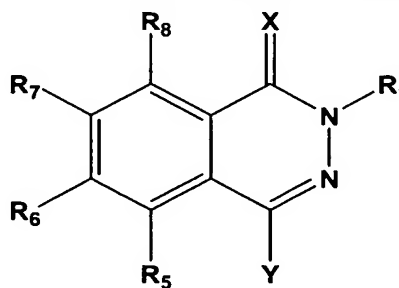
R<sub>5</sub> and R<sub>8</sub> are independently selected from the group consisting of hydrogen, halogen, haloalkyl, aryl, heterocyclic, heteroaryl, alkyl, alkenyl, alkynyl, aralkyl, aralkenyl, aralkynyl, hydroxyalkyl, nitro, amino, cyano, alkanoylamido, hydroxy, thiol, alkanoyloxy, alkoxy, carboxy, carbonylamido or thioalkoxy;

n is 0 or 1;

Y is optionally substituted aryl or optionally substituted heteroaryl; and

z is 0 or 1.

34. (New) A method of treating, preventing or ameliorating neuronal loss associated with stroke, ischemia, CNS trauma, hypoglycemia or surgery; or treating or ameliorating a neurodegenerative disease selected from the group consisting of Alzheimer's disease, amyotrophic lateral sclerosis, Huntington's disease, Parkinson's disease and Down's syndrome; or treating, preventing or ameliorating the adverse consequences of the overstimulation of the excitatory amino acids; or treating, preventing or ameliorating anxiety, psychosis, convulsions, chronic pain, migraine headache, glaucoma, retinitis, urinary incontinence or inducing anesthesia; or enhancing learning and cognition; or treating or ameliorating schizophrenia and myoclonus; comprising administering to an animal in need of such treatment an effective amount of a compound having the Formula III:



**Formula III**

R<sub>1</sub> is alkyl, haloalkyl, aminoalkyl, C<sub>1-10</sub> alkylaminoalkyl, di(C<sub>1-10</sub>)alkylaminoalkyl, alkenyl, alkynyl, aralkyl, aralkenyl, aralkynyl, heteroaralkyl, carbocycloalkyl,

heterocycloalkyl, hydroxyalkyl, cyanoalkyl, alkanoylamidoalkyl, alkanoyloxyalkyl, azidoalkyl, alkenyloxyalkyl, or alkoxyalkyl;

R<sub>6</sub> and R<sub>7</sub> are taken together to form a five or six membered carbocyclic or heterocyclic ring;

R<sub>5</sub> and R<sub>8</sub> are independently selected from the group consisting of hydrogen, halogen, haloalkyl, aryl, heterocyclic, heteroaryl, alkyl, alkenyl, alkynyl, aralkyl, aralkenyl, aralkynyl, hydroxyalkyl, nitro, amino, cyano, alkanoylamido, hydroxy, thiol, alkanoyloxy, alkoxy, carboxy, carbonylamido or thioalkoxy;

X is O or S; and

Y is optionally substituted aryl or optionally substituted heteroaryl.